

BOSTON
REDEVELOPMENT
AUTHORITY

Raymond L. Flynn
Mayor

Stephen Coyle
Director

One City Hall Square
Boston, MA 02201
(617) 722-4300

Doc. #5459
ADOPTED
12/19/91

January 6, 1992

Mr. Patrick F. McDonough
City Clerk
Room 601, City Hall
Boston, Massachusetts 02201

SUBJECT: FIRST AMENDMENT TO THE REPORT AND DECISION ON THE
COTTAGE BROOK APARTMENTS CHAPTER 121A PROJECT ("COTTAGE
BROOK PROJECT")

Dear Mr. McDonough:

Pursuant to Section 13, Chapter 652 of the Acts of 1960, I hereby
file with the Office of the City Clerk the following material
attested by the undersigned as Secretary.

A Certificate of Vote of the Authority adopted on December
19, 1991, approving and adopting the "FIRST AMENDMENT TO
THE REPORT AND DECISION ON THE COTTAGE BROOK APARTMENTS
PROJECT FOR THE APPROVAL OF THE TRANSFER OF THE PROJECT
TO COTTAGE BROOK LIMITED PARTNERSHIP AND FOR CONSENT TO
THE FORMATION OF THE SAME AS AN URBAN REDEVELOPMENT LIMITED
PARTNERSHIP."

An executed copy of the Approval by His Honor, Mayor Flynn,
dated January 3, 1992, of the foregoing vote.

Attached to the above-mentioned Certificate of Vote and Approval
thereof by His Honor, Mayor Flynn, is a copy of the aforementioned
First Amendment to the Report and Decision.



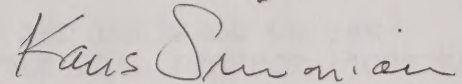
Mr. Patrick F. McDonough

-2-

January 6, 1992

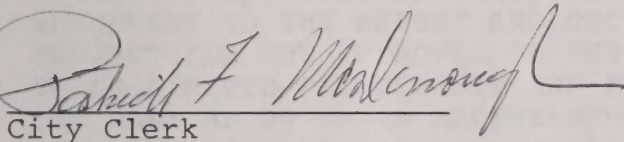
Please acknowledge the filing of the foregoing on the xerox copy of this letter and return the same to the undersigned.

Very truly yours,



Kane Simonian
Executive Director

Receipt of the aforementioned
is hereby acknowledged:


City Clerk

1/7/92
Date

BOSTON
REDEVELOPMENT
AUTHORITY

Raymond L. Flynn
Mayor

Stephen Coyle
Director

One City Hall Square
Boston, MA 02201
617 722-4300

December 30, 1991

Honorable Raymond L. Flynn
Mayor of Boston
City Hall
Boston, Massachusetts

SUBJECT: FIRST AMENDMENT TO THE REPORT AND DECISION ON THE
COTTAGE BROOK APARTMENTS CHAPTER 121A PROJECT ("COTTAGE
BROOK PROJECT")

Dear Mayor Flynn:

At the regular meeting of December 19, 1991, the Authority approved and adopted the document entitled: "FIRST AMENDMENT TO THE REPORT AND DECISION ON THE COTTAGE BROOK APARTMENTS PROJECT FOR THE APPROVAL OF THE TRANSFER OF THE PROJECT TO COTTAGE BROOK LIMITED PARTNERSHIP AND FOR CONSENT TO THE FORMATION OF THE SAME AS AN URBAN REDEVELOPMENT LIMITED PARTNERSHIP." The adoption of this document constitutes approval by the Authority.

Enclosed herewith for your review are four copies of the First Amendment to the Report and Decision..., together with all attachments. Attached to each copy of the Amendment is a Certificate of Vote executed by the undersigned as Secretary.

Section 12 of Chapter 652 of the Acts of 1960 provides as follows: "...provided, however, that no vote of the Authority approving a project or any change therein, or making or amending any rule, regulation or standard therefor, shall be in force until approved by the Mayor of said City." Your approval pursuant to Section 12 respectfully requested.



To: Mayor Flynn

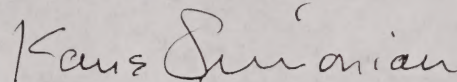
-2-

December 30, 1991

The Approval Form which is attached to each set of the aforementioned documents is in the form previously approved by the City of Boston Law Department.

If the vote of the Authority approving the First Amendment to the Report and Decision meets with your approval, please sign all four copies of the Approval Certificate, one copy of which I am required as Secretary to file with the City Clerk pursuant to Chapter 652 of the Acts of 1960.

Very truly yours,

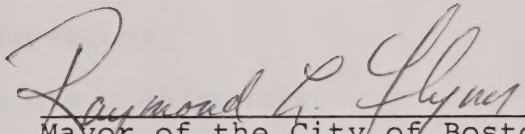
A handwritten signature in cursive script that reads "Kane Simonian".

Kane Simonian
Secretary

KS:JC
Attachments

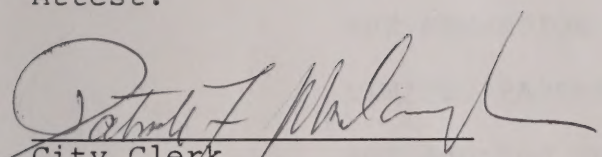
APPROVED:

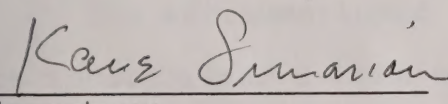
Including, without limiting the generality
of the foregoing, the "BOSTON REDEVELOPMENT
AUTHORITY FIRST AMENDMENT TO THE REPORT AND
DECISION ON THE COTTAGE BROOK APARTMENTS PROJECT
FOR THE APPROVAL OF THE TRANSFER OF THE PROJECT
TO COTTAGE BROOK LIMITED PARTNERSHIP AND FOR
CONSENT TO THE FORMATION OF THE SAME AS AN
URBAN REDEVELOPMENT LIMITED PARTNERSHIP." and
the December 19, 1991 vote of the Authority
approving the First Amendment.


Mayor of the City of Boston

1-3-92
Date

Attest:


City Clerk


Secretary

Boston Redevelopment Authority

CERTIFICATE OF VOTE

The undersigned hereby certifies as follows:

(1) That he is the duly qualified Secretary of the Boston Redevelopment Authority, hereinafter called the Authority, and the keeper of the records, including the journal of proceedings of the Authority.

(2) That the following is a true and correct copy of a vote as finally adopted at a meeting of the Authority held on December 19, 1991, and duly recorded in this office:

Copies of a memorandum dated December 19, 1991 were distributed entitled "FIRST AMENDMENT TO THE REPORT AND DECISION ON THE COTTAGE BROOK APARTMENTS CHAPTER 121A PROJECT ("COTTAGE BROOK PROJECT"), which included a proposed vote. Attached to said memorandum was a document entitled "FIRST AMENDMENT TO THE REPORT AND DECISION ON THE COTTAGE BROOK APARTMENTS PROJECT FOR THE APPROVAL OF THE TRANSFER OF THE PROJECT TO COTTAGE BROOK LIMITED PARTNERSHIP AND FOR CONSENT TO THE FORMATION OF THE SAME AS AN URBAN REDEVELOPMENT LIMITED PARTNERSHIP".

Mr. Brian DeLorey, Director of the Midtown Cultural District, Mr. Kevin Morrison, Deputy Director, General Counsel's Office, and Mr. Paul McCann, Executive Assistant to the Director, addressed the Authority and answered the Members' questions.

On motion duly made and seconded, it was unanimously

VOTED: That the document presented at this meeting entitled "FIRST AMENDMENT TO THE REPORT AND DECISION ON THE COTTAGE BROOK APARTMENTS PROJECT FOR THE APPROVAL OF THE TRANSFER OF THE PROJECT TO COTTAGE BROOK LIMITED PARTNERSHIP AND FOR CONSENT TO THE FORMATION OF THE SAME AS AN URBAN REDEVELOPMENT LIMITED PARTNERSHIP", be and hereby is approved and adopted in all respects.

The aforementioned "First Amendment to the Report and Decision..." is incorporated in the Minutes of this meeting and filed in the Document Book of the Authority as Document No. 5459.

(3) That said meeting was duly convened and held in all respects in accordance with law, and to the extent required by law, due and proper notice of such meeting was given; that a legal quorum was present throughout the meeting and a legally sufficient number of members of the Authority voted in a proper manner and all other requirements and proceedings under law incident to the proper adoption or the passage of said vote have been duly fulfilled, carried out and otherwise observed.

(4) That the document to which this certificate is attached is in substantially the form as that presented to said meeting.

(5) That if an impression of the seal has been affixed below, it constitutes the official seal of the Boston Redevelopment Authority, and this certificate is hereby executed under such official seal.

(6) That Stephen Coyle is the Director of this Authority.

(7) That the undersigned is duly authorized to execute this certificate.

IN WITNESS WHEREOF, the undersigned hereunto has set his hand this 30th day of December, 1991.

BOSTON REDEVELOPMENT AUTHORITY

By: Kenneth P. Minonian
Secretary

LS

BOSTON REDEVELOPMENT AUTHORITY

FIRST AMENDMENT TO THE REPORT AND DECISION ON THE COTTAGE BROOK APARTMENTS PROJECT FOR THE APPROVAL OF THE TRANSFER OF THE PROJECT TO COTTAGE BROOK LIMITED PARTNERSHIP AND FOR CONSENT TO THE FORMATION OF THE SAME AS AN URBAN REDEVELOPMENT LIMITED PARTNERSHIP.

A. Prior Proceedings. Reference is made to the following:

1. On July 28, 1977, the Boston Redevelopment Authority (the "Authority") voted to adopt a Report and Decision (the "Report and Decision") on a project known as Cottage Brook Apartments (the "Project"). Such vote was approved by the Mayor of the City of Boston on August 8, 1977 and the vote as approved was filed with the Clerk of the City of Boston on August 10, 1977. The Project, as more particularly described in the Report and Decision, consisted of 147 rental housing units at various scattered locations in the Dorchester and Roxbury sections of the City of Boston and operated pursuant to the requirements of a federal Department of Housing and Urban Redevelopment ("HUD") Section 8 Housing Assistance Payments Contract and the mortgage and regulatory requirements of the Massachusetts Housing Finance Agency ("MHFA"). Cottage Brook Associates, a Massachusetts limited partnership, was approved in the Report and Decision as the Chapter 121A entity to own, operate and manage the Project.

2. On September 29, 1977, a certain Agreement under Chapter 121A, Section 6A, was executed by and between Cottage Brook Associates and the City of Boston (the "6A Contract"). Subsequently, on December 5, 1979, a First Amendment to the 6A Contract was executed. Collectively, the 6A Contract and the First Amendment thereto shall be hereinafter referred to as the "Amended 6A Contract."

B. MHFA Actions. On December 10, 1991, MHFA, which currently holds the mortgage on the Project, adopted a vote, which includes inter alia the following actions:

1. Transfer of Project Ownership. Approval of the transfer of the ownership of the Project from Cottage Brook Associates to a new limited partnership to be set up and controlled by Dorchester Bay Economic Development Corp., a charitable corporation organized and existing under Chapter 180 of the Massachusetts General Laws, as amended ("Dorchester Bay ECD").

2. Rehabilitation Program. An extensive rehabilitation of the Project (the "Rehabilitation Program") to be funded from the

below sources, including but not limited to, the sale of federal low-income housing tax credits:

Sources:

Syndication Estimate	\$4,105,321
Weatherization Loan/Grant	600,000
HUD Flex Subsidy	<u>1,000,000</u>
	\$5,705,321

Uses:

Hard Costs	\$4,407,321
Soft Costs	636,000
Accounts Payable	150,000
Reserve Funding	182,000
Acquisition Payment to GP/LPs	<u>330,000</u>
	\$5,705,321

The indicated funding sources are based on projected amounts. The exact funding available from each source may be more or less depending upon the final syndication and loan or grant approvals. If the HUD Flex Subsidy loan is not approved, the Rehabilitation Program will be modified.

C. Authority Action. The Authority is acting hereunder pursuant to Massachusetts General Laws Chapter 121A, Section 11, and the Acts of 1960, Chapter 652, Section 13A, and all other applicable sections or provisions of both statutes. The Authority has considered all information and material provided by the MHFA and Dorchester Bay EDC sufficient in the Authority's judgment to enable it to act hereunder.

D. Decision. The Authority hereby acts as follows:

1. Transfer of Project Ownership. The Authority hereby approves the transfer of the Project by Cottage Brook Associates to Cottage Brook Limited Partnership, a new Massachusetts limited partnership to be organized under Chapter 109 of the Massachusetts General Laws, as amended (the "Partnership"). The General Partner of the Partnership shall be DBCB Housing, Inc., a business corporation to be organized under Chapter 156B of the Massachusetts General Laws, as amended, and to be controlled by Dorchester Bay EDC. The Limited Partners will be investor limited partners admitted in accordance with a syndication program. The Authority hereby consents to the formation of the Partnership as a Chapter 121A Urban Redevelopment Limited Partnership. The partnership documents, including any Certificate of Limited Partnership to be filed with the Secretary of State and any Agreement of Limited Partnership, whether or not so filed, must be approved by the Authority's Chief General Counsel and he is authorized to execute documents evidencing such approval.

2. Rehabilitation Program. The Authority recognizes that the Rehabilitation Program shall be subject to approval by MHFA and no authorization or approval by the Authority is required, provided there are no substantial changes to the Project as previously approved.

3. Use Restriction. The Authority approves the use of the Project as rental housing for "Low-Income Households", as hereinafter defined, and this use restriction shall remain in full force and effect for the remainder of the period of the Chapter 121A designation. The term "Low-Income Household" shall mean a household with an income less than or equal to fifty percent (50%) of the median for the Boston Metropolitan Statistical Area.

4. Approval of Refinancing(s) and/or Resyndication(s). Any and all subsequent refinancings or resyndications shall be subject to prior approval by the Authority.

5. General Findings and Determinations. The Authority hereby finds and determines that: (a) the Project changes approved in the First Amendment do not constitute a "fundamental change" in accordance with Chapter 652, Section 13A; (b) except to the extent inconsistent with or contrary to the provisions of this First Amendment, all of the findings, determinations, approvals and consents contained in the Report and Decision are hereby ratified and conformed in all respects; (c) this First Amendment conforms to and complies with the provisions of Chapter 121A, Chapter 652, and the Authority's "Rules and Regulations Governing 121A Projects in the City of Boston", as amended; and (d) any procedural or other requirements of applicable statutes and rules and regulations which may not have been complied with in the Authority's proceedings in connection herewith are hereby waived.

6. Rules and Regulations. Notwithstanding the minimum standards for financing, construction, maintenance and management of the Project and any other rules and regulations set forth or referenced in Section I of the Report and Decision to the contrary, the Authority hereby imposes as additional rules and regulations on the Project and requires that, prior to or contemporaneously with the transfer of the Project ownership from Cottage Brook Associates to the Partnership, the Partnership shall: (a) enter into a Regulatory Agreement under Chapter 121A, Section 18C, the terms and conditions of which are acceptable to the Authority's Director; and (b) enter into a 6A Contract, under Chapter 121A, Section 6A, to supercede and replace the Amended 6A Contract and the terms and conditions of the 6A Contract must be acceptable to the Commissioner of Assessing of the City of Boston (the "Commissioner of Assessing"). Further, MHFA shall enter into an agreement with both the Authority and the Commissioner of Assessing whereunder MHFA will have the obligation to monitor the operation of the Project and provide financial and other reports (the "MHFA Agreement"). The terms and conditions of the MHFA Agreement must be acceptable to both the Authority's Director and the Commissioner of Assessing. The Authority's Director in his

discretion may extend the time for entering into either or both the Regulatory Agreement and the 6A Contract.

7. Report and Decision. All provisions of the Report and Decision not specifically amended or revised by, or in conflict with, this First Amendment shall remain in full force and effect.

E. Estoppel Certificates. The Authority's Director is authorized to provide to governmental bodies, including but not limited to MHFA, and other interested parties, Estoppel Certificates or like instruments, at his discretion, which confirm matters covered by this First Amendment.

F. Severability. In the event any provision of this First Amendment shall be held invalid or unenforceable by any court of competent jurisdiction, such holding shall not invalidate or render unenforceable any other provisions hereof.

ADOPTED

MEMORANDUM

DECEMBER 19, 1991

TO: BOSTON REDEVELOPMENT AUTHORITY and
STEPHEN COYLE, DIRECTOR

FROM: BRIAN DeLOREY, DIRECTOR: MIDTOWN CULTURAL DISTRICT
KEVIN MORRISON, DEPUTY GENERAL COUNSEL

SUBJECT: FIRST AMENDMENT TO THE REPORT AND DECISION ON THE
COTTAGE BROOK APARTMENTS CHAPTER 121A PROJECT ("COTTAGE
BROOK PROJECT")

EXECUTIVE

SUMMARY: Request adoption of the First Amendment to the Report and Decision on the Cottage Brook Project, a 147 unit scattered-site housing development (the "First Amendment"), involving the transfer of the Cottage Brook Project from the existing owner, Cottage Brook Associates, to a new Chapter 121A entity, Cottage Brook Limited Partnership, in connection with, and as part of, a major rehabilitation program approved by the Massachusetts Housing Finance Agency.

Project Background

In July 28, 1977, the Authority adopted the original Report and Decision on the Cottage Brook Project which involved the rehabilitation of 147 housing units at scattered locations in the Roxbury and Dorchester neighborhoods with mortgage financing from the Massachusetts Housing Finance Agency ("MHFA") and rental assistance under the federal Department of Housing and Urban Development ("HUD") Section 8 Program. Over time, the condition of the units has deteriorated considerably. On December 10, 1991, MHFA approved a transfer of the Cottage Brook Project to a new limited partnership to be controlled by Dorchester Bay Economic Development Corp. ("Dorchester Bay EDC"), a local non-profit development firm. The transfer is related to an extensive rehabilitation program.

Rehabilitation Program

As approved by MHFA, the rehabilitation program is to be funded from the below indicated sources, including but not limited to, the sale of federal low-income housing credits:

Sources:

Syndication Estimate	\$4,105,321
Weatherization Loan/Grant	600,000
HUD Flex Subsidy	<u>1,000,000</u>
	\$5,705,321

Uses:

Hard Costs	\$4,407,321
Soft Costs	636,000
Accounts Payable	150,000
Reserve Funding	182,000
Acquisition Payment to GP/LPs	<u>330,000</u>
	\$5,705,321

The indicated funding sources are based on projected amounts. The exact funding available from each source may be more or less depending upon the final syndication and grant approvals. If the HUD Flex Subsidy loan is not approved, the rehabilitation program will be modified accordingly.

Enclosed is the proposed First Amendment to the Report and Decision (the "First Amendment") that is presented for adoption.

In order to take advantage of the allocation of low-income housing tax credits, the transfer to the new partnership, Cottage Brook Limited Partnership, must be completed no later than the end of December, 1991. Therefore, it is recommended that the Authority adopt the enclosed First Amendment as presented.

The Office of General Counsel has determined that this proposed project transfer and the related rehabilitation program, do not constitute a "fundamental change" in accordance with the Acts of 1960, Chapter 652, Section 13A, as amended, and a public hearing on the amendment is not required.

An appropriate vote follows:

VOTED: That the document presented at this meeting entitled "FIRST AMENDMENT TO THE REPORT AND DECISION ON THE COTTAGE BROOK APARTMENTS PROJECT FOR THE APPROVAL OF THE TRANSFER OF THE PROJECT TO TCB COTTAGE BROOK LIMITED PARTNERSHIP AND FOR CONSENT TO THE FORMATION OF THE SAME AS AN URBAN REDEVELOPMENT LIMITED PARTNERSHIP", be and hereby is approved and adopted in all respects.